

COMMONWEALTH OF KENTUCKY  
BEFORE THE PUBLIC SERVICE COMMISSION

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PUBLIC SERVICE  
COMMISSION

In the Matter of:

KENTUCKY ALLTEL, INC., AND ALLTEL )  
KENTUCKY, INC.'S INTENT TO TRANSFER )  
ASSETS TO VALOR COMMUNICATIONS )  
GROUP, INC. )

CASE NO. 2005-00534

INTERVENORS', CWA AND IBEW,  
MOTION TO DISMISS

Come the Intervenors, CWA and IBEW, and move the Commission to dismiss the joint applicants filing, without prejudice.

In support of this motion, Intervenors adopt and advance all of the arguments raised by the Attorney General in his Emergency Motion to Dismiss Joint Applicants Filing of April 19, 2006.

The dramatic shift in financial obligations must have corresponding adjustments to other terms and conditions of the merger. Even if Kentucky regulated entities are exempted from guarantees or liens, the prudence and viability of the merged operations must still be of first concern to this Commission. As urged by the Attorney General, such implications must be subject to the discovery process, and appropriate advocacy from the parties, prior to final consideration by the Commission. The change in financing strategy should not cause the merger to side-step regulatory review by shifting debt obligations to non-regulated forums.

Respectfully submitted,

PRIDDY, CUTLER, MILLER & MEADE



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**CERTIFICATE OF SERVICE AND FILING**

I hereby certify that an original and 10 copies of the above Motion to Dismiss were filed this 20<sup>th</sup> day of April, 2006, by mailing same to Beth O'Donnell, Executive Director, Public Service Commission, 211 Sower Blvd., Frankfort, KY 40601; and a copy of same served by first class mail, postage prepaid, on the following:

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